					ST DEPARTMENT DIVISION C	T OF NAT					AMENDED	FORM	13	
			APPLICATIO	N EOD DED	RMIT TO DRILL					1. WELL NAME and N	UMBER			
			AFFLICATIO	N FOR FER	WIT TO DRILL					Three	Rivers Fed 1	10-22T-82	20	
2. TYPE	OF WORK	DRILL NEW	WELL (REE	NTER P&A WE	ELL DEEPEN	WELL [3. FIELD OR WILDCA	THREE RIVE	ERS		
4. TYPE	OF WELL		Oil Well	Coalbed Me	ethane Well: NO					5. UNIT or COMMUNI	TIZATION AG	REEMEN	IT NAME	
6. NAME	OF OPERATO	DR	ULTF	RA RESOURCE	ES INC					7. OPERATOR PHONE	303 645-98	809		
8. ADDR	ESS OF OPER		4 Inverness Way S	outh #295, E	Englewood, CO, 801	12			1	9. OPERATOR E-MAII kbot	<u>.</u> t@ultrapetro	leum.com	1	
	RAL LEASE N AL, INDIAN, OI				MINERAL OWNERS	SHIP DIAN (STATE () FI	EE (12. SURFACE OWNER FEDERAL (INI	400	STATE [FEF	■
13. NAM	E OF SURFAC	CE OWNER (if bo	ox 12 = 'fee')							14. SURFACE OWNER	R PHONE (if I	box 12 = 1		
15. ADD	RESS OF SUR	FACE OWNER (if box 12 = 'fee')							16. SURFACE OWNE	R E-MAIL (if	box 12 =	'fee')	
17. INDIA	N ALLOTTEE	OR TRIBE NAM	E		INTEND TO COMM		RODUCTION	N FROM	и	19. SLANT				
(if box 1	2 = 'INDIAN'))					ling Applicati	ion) N	10 (VERTICAL DIF	RECTIONAL (📄 ног	RIZONTA	L 🔵
20. LOC	ATION OF W	ELL		FOOTA	GES	QT	R-QTR	S	ECTION	TOWNSHIP	RANG	E	MER	RIDIAN
LOCATI	ON AT SURF	ACE		896 FNL 20	069 FWL	N	IENW		10	8.0 S	20.0 E			S
Top of	p of Uppermost Producing Zone 1300 FNL 198				980 FWL	N	IENW		10	8.0 S	20.0 E			s
At Tota	l Depth			1300 FNL 1	980 FWL	N	IENW		10	8.0 S	20.0 E S		S	
21. COU	NTY	UINTAH		22.	DISTANCE TO NEA	REST LE		eet)		23. NUMBER OF ACR	ES IN DRILLII 40	NG UNIT		
					DISTANCE TO NEA		oleted)	POOL	•	26. PROPOSED DEPT		'D: 6724		
27. ELE\	ATION - GRO	UND LEVEL		28.	BOND NUMBER		29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE				<u> </u>			
		4766				UTB000593 43-10988					_			
				7	Hole, Casing	, and C	ement Info	ormati	on					
String	Hole Size	Casing Size	Length	Weight	Grade & Thre	ead	Max Mud	Wt.		Cement		Sacks	Yield	Weight
Cond	20	16	0 - 100	109.0	C-75 Casing/T		0.0			Unknown		0	0.0	0.0
Surf	11	8.625	0 - 1000	24.0	J-55 LT&0		8.8			Class G		550	1.16	15.8
Prod	7.875	5.5	0 - 4751 4751 - 6751	17.0	J-55 LT&0 N-80 LT&0	-	10.0	_		rton Light , Type U on Premium , Type		225 450	1.35	11.0
					A	ттасн	MENTS							
<u> </u>														
	V	ERIFY THE FO	LLOWING ARE	ATTACHE	D IN ACCORDAN	ICE WIT	TH THE UT	AH OIL	L AND GAS	CONSERVATION G	ENERAL R	ULES		
1	VELL PLAT OF	R MAP PREPARE	D BY LICENSED SI	JRVEYOR OR	RENGINEER		сом	IPLETE	DRILLING PL	AN				
A	FFIDAVIT OF	STATUS OF SUR	FACE OWNER AGI	REEMENT (IF	FEE SURFACE)		FORM	И 5. IF C	OPERATOR IS	OTHER THAN THE LI	EASE OWNER	₹		
	IRECTIONAL	SURVEY PLAN (I	F DIRECTIONALL	Y OR HORIZO	ONTALLY DRILLED))	торо	OGRAPI	HICAL MAP					
NAME	Oon Hamilton				TITLE Permitti	ng Agent	t			PHONE 435 719-2	018			
SIGNAT	URE				DATE 11/25/2	2014				EMAIL starpoint@e	tv.net			
	MBER ASSIGN 0475508				APPROVAL				B	Myzon				
									Po	ermit Manager				

ULTRA RESOURCES, INC.

8 - POINT DRILLING PROGRAM

Slim Hole Design 8 5/8" Surface & 5 ½" Production Casing Design

DATED: 11-03-14

Three Rivers Fed 10-22T-820

SHL: Sec 10 (NENW) T8S R20E

Uintah, Utah

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations and the approved Application for Permit to Drill (APD). The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations.

1. Formation Tops

The estimated tops of important geologic markers are as follows:

Formation Top	Top (TVD)	Comments
Uinta	Surface	
BMSW	1,350' MD / 1,350' TVD	
Green River	2,685' MD / 2,674' TVD	
Mahogany	4,028' MD / 4,004' TVD	
Garden Gulch	4,631' MD / 4,604' TVD	Oil & Associated Gas
Lower Green River*	4,781' MD / 4,754' TVD	Oil & Associated Gas
Wasatch	6,551' MD / 6,524' TVD	Oil & Associated Gas
TD	6,751' MD / 6,724' TVD	

Asterisks (*) denotes target pay intervals

All shows of fresh water and minerals will be reported and protected. A sample will be taken of any water flows and a water analysis furnished to the appropriate agencies. Oil and gas shows will be adequately tested for commercial possibilities, reported and protected by casing and cement.

2. BOP Equipment

- **A)** The BOPE shall be closed whenever the well is unattended. The appropriate agencies will be notified 24 hours prior to all BOPE pressure tests.
- **B**) The BOPE shall be closed whenever the well is unattended.
- C) All BOPE connections subjected to well pressure will be flanged, welded, or clamped.

D) Choke Manifold

- 1) Tee blocks or targeted 'T's will be used and anchored to prevent slip and reduce vibration.
- 2) Two adjustable chokes will be used in the choke manifold.
- All valves (except chokes) in kill line choke manifold and choke line will not restrict the flow.
- 4) Pressure gauges in the well control system will be designed for drilling fluid.

E) BOPE Testing:

- 1) BOPE shall be pressure tested when initially installed, whenever any seal subject to pressure testing is broken, or after repairs.
- 2) All BOP tests will be performed with a test plug in place.
- 3) BOP will be tested to full stack working pressure and annular preventer to 50% stack working pressure.

<u>INTERVAL</u> 0 - 1,000' MD / 1,000' TVD 1,000' MD / 1,000' TVD - 6,751' MD / 6,724' TVD

BOP EQUIPMENT

11" Diverter with Rotating Head 3,000# Ram Double BOP & Annular with Diverter & Rotating Head

NOTE: Drilling spool to accommodate choke and kill lines.

3. Casing and Float Equipment Program

CASING:

Directional Well Hole Size		OD	Depth MD/TVD	Wt.	Grade & Connection	Cond.
Conductor	20"	16"	+/- 100' MD / 100' TVD	109.0 ppf	C-75	New
Surface	11"	8 5/8"	1,000' MD / 1,000' TVD	24.0 ppf	J-55, LTC	New
Production (Top)	7 7/8"	5 ½"	4,751' MD / 4,724' TVD	17.0 ppf	J-55, LTC	New
Production (Bottom)	7 7/8'	5 ½'	6,751'MD / 6,724' TVD	17.0 ppf	N/L-80, LTC	New

RECEIVED: November 25, 2014

Three Rivers Fed 10-22T-820

Page 3 of 5

CASING SPECIFICATIONS:

Directional Well	Casing OD	Casing ID / Drift ID	Collapse (psi)	Int. Yield (psi)	Ten. Yield (lb)	Jt. Strength (lb)
Surface	8 5/8"	8.097" / 7.972"	1,370	2,950	381,000	244,000
Production (Top)	5 ½"	4.892" / 4.767"	4,910	5,320'	273,000	229,000
Production (Bottom)	5 ½"	4.892"/ 4.767"	6,280	7,740	397,000	348,000

FLOAT EQUIPMENT:

SURFACE (8 5/8") Float Shoe, 1 joint casing, float collar

Centralizers: 1 each 1st 4 Joints then every 4th joint to surface

PRODUCTION (5 ½") Float Shoe, 1 joint casing, float collar

Centralizers: 1 each 1st 4 Joints then every 3rd joint to 500' into surface casing

4. Cementing Programs

CONDUCTOR (13 %") Ready Mix – Cement to surface

SURFACE (8 5/8") Cement Top - Surface

Surface – 1,000' MD / 1,000' TVD± 550 sks Glass G Cement w/ additives, 15.8 ppg, 1.16 cf/sx, 50% excess

Note: The above volumes are based on a gauge-hole + 50% excess.

PRODUCTION (5 ½") Cement Top – 500'

500' - 4,000' TVD Lead: 225 sks – Econocem Cement w/ 0.25 lbm Poly-E-Flake, 1%

Granulite TR ¼, 5 lbm Kol-Seal; 11.0 ppg; 3.54 cf/sx; 15% excess

4,000' - 6,751' MD / 6,724' TVD Tail: 450 sks, Expandacem Cement w/ 0.25 lbm Poly-E-Flake, 1 lbm

Granulite TR ¼, 2 lbm Kol-Seal; 14.0 pp; 1.349 cf/sk; 15% excess

Note: Lead Cement will be brought to 4,000' which will give a minimum of 500' above Lower Green River.

- A) For Surface casing, if cement falls or does not circulate to surface, cement will be topped off.
- B) Cement will not be placed down annulus with a 1" pipe unless BLM is contacted.
- C) The appropriate agencies will be notified 24 hours prior to running casing and cementing.
- **D)** All waiting on cement times shall be adequate to achieve a minimum of 500 psi compressive strength at the casing shoe (minimum of 8 hours) prior to drilling out.
- E) Prior to drilling out cement, casing will be pressure tested to 1500 psi. Pressure decline must not be greater than 10% (150 psi) in 30 minutes.
- **F**) "Sundry Notices and Reports on Wells", shall be filed with the appropriate agencies within 30 days after the work in completed.
- G) Setting of each string of casing, size, grade, weight of casing set, hole size, setting depth, amounts and type of cement used, whether cement circulated or the top of the cement behind the casing, depth of cementing tools used, casing test method and results, and the date work was done. Show the spud date on the first reports submitted.
- **H)** Temperature or bond logs must be submitted for each well where the casing cement was not circulated to the surface.
- I) A pressure integrity test of each casing shoe shall be performed. Formation at the shoe shall be tested to a minimum of the mud weight equivalent anticipated to control the formation pressure to the next casing depth or at total depth of the well. This test shall be performed after drilling 5-10 feet of new hole.

Three Rivers Fed 10-22T-820

Page 4 of 5

5. Mud Program

The proposed circulating mediums to be employed in drilling are as follows:

Interval	Mud Type	Viscosity	Fluid Loss	pН	Mud Wt. (ppg)
0 – 1,000' MD / 1,000' TVD	Water/Spud Mud	32	No Control (NC)	7.0 -8.2	<8.8
1,000' MD / 1,000' TVD - 6,751' MD / 6,724' TVD	DAP System	40 - 60	10 - 18	7.0-8.2	<10.0

- A) Sufficient quantities of mud materials will be maintained or readily accessible for the purpose of assuring well control during the course of drilling operations. A mud test shall be performed every 24 hours after mudding up to determine, as applicable: density, viscosity, gel strength, filtration, and pH.
- **B**) The mud monitoring equipment on location will be installed by top of Green River and will be able to monitor at a minimum the pit volume totalizer (PVT), stroke counter, and flow sensor
- C) Flare line discharge will be located no less than 100 feet from the wellhead using straight or targeted 'T' and anchors.

6. Evaluation Program - Testing, Logging, and Coring

- **A)** Cores: None anticipated.
- **B)** Testing: None anticipated.
- C) Directional Drilling: Directional tools will be used to locate the bottom hole per the attached directional plan +/-.
- **D)** Open Hole Logs: TD to surface casing: resistivity, neutron density, gamma ray and caliper.
- E) Mud Logs: None anticipated.
- **F)** Formation to TD; record and monitor gas shows and record drill times (normal mud logging duties).

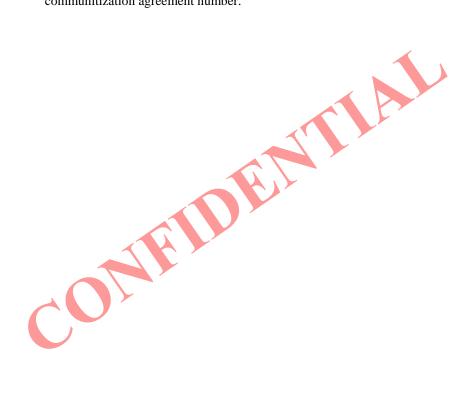
7. Anticipated Pressures and H.S.

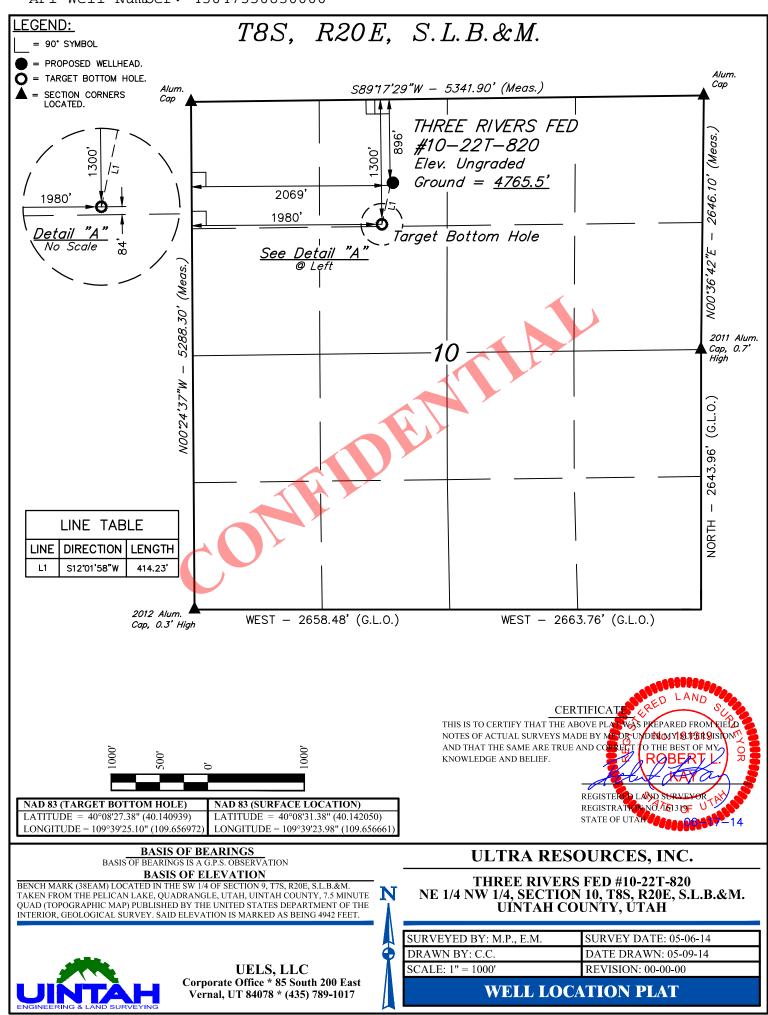
- A) The expected bottom hole pressure is 3,500 3,650 psig. Normal pressures are anticipated from surface to approximately TD. These pressures will be controlled by a blowout preventer stack, annular BOP, choke manifold, mud/gas separator, surface equipment and drilling mud. A supply of barite to weight the mud to a balancing specific gravity, if necessary, will be on location.
- **B)** Maximum expected surface pressure will be based on the frac gradient of the casing shoe. The design of the casing assumes that the MASP will be the fracture pressure at the shoe less a column of gas.
- C) No hydrogen sulfide gas is anticipated, however if H₂S is encountered, published guidelines will be complied with.

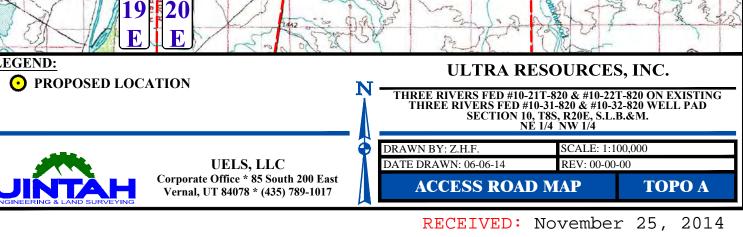
8. Other Information and Notification Requirements

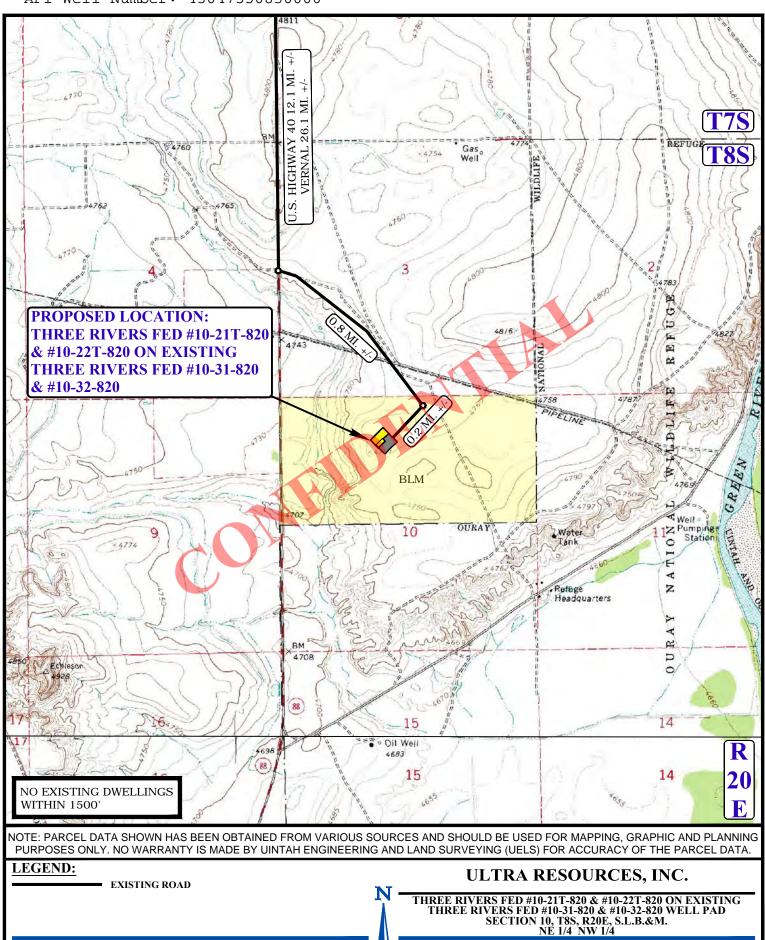
- **A**) There shall be no deviation from the proposed drilling plan as approved. Any changes in operation must have prior approval from the appropriate agency.
 - 1) Anticipated starting date will be upon approval. It is anticipated that completion operations will begin within 15 days after the well has been drilled.
 - 2) It is anticipated that the drilling and completion of this well will take approximately 90 days.
- **B**) Agency required notifications will be followed as outline in the approved APD.
- C) Should the well be successfully completed for production, the appropriate agencies must be notified when it is placed in a producing status. The notification shall provide, as a minimum, the following information items:

- Operator name, address, and telephone number.
- . Well name and number.
- . Well location (1/4 1/4, Section, Township, Range and Meridian)
- Date well was placed in a producing status (date of first production for which royalty will be paid).
- The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
- The lease prefix and number on which the well is located. As appropriate, the unit agreement name, number and participating area name. As appropriate, the communitization agreement number.









RECEIVED: November 25, 2014

SCALE: 1" = 2000' REV: 00-00-00

TOPO B

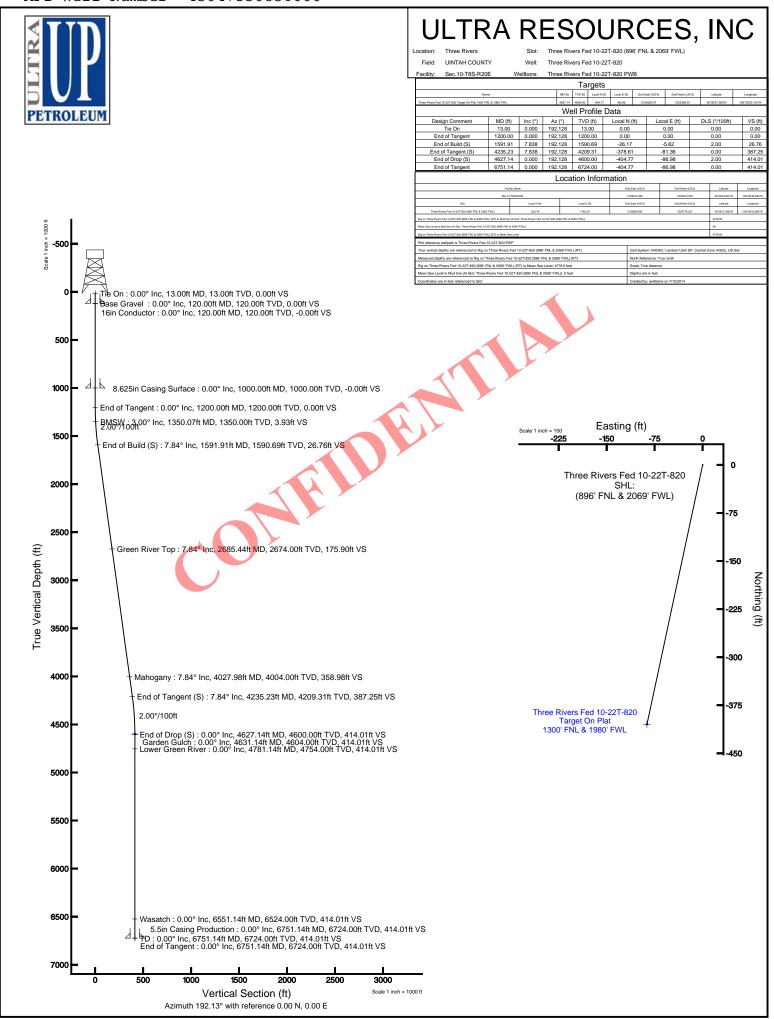
DRAWN BY: Z.H.F.

UELS, LLC
Corporate Office * 85 South 200 East

Vernal, UT 84078 * (435) 789-1017

DATE DRAWN: 06-06-14

ACCESS ROAD MAP



Page 1 of 5

API Well Number: 43047550830000



Planned Wellpath Report

Three Rivers Fed 10-22T-820 PWP





REFERENC	REFERENCE WELLPATH IDENTIFICATION					
Operator	rator ULTRA RESOURCES, INC Slot Three Rivers Fed 10-22T-820 (896' FNL & 2069' FWL)					
Area	Three Rivers	Well	Three Rivers Fed 10-22T-820			
Field	UINTAH COUNTY	Wellbore	Three Rivers Fed 10-22T-820 PWB			
Facility	Sec.10-T8S-R20E					

REPORT SETUP INFORM	REPORT SETUP INFORMATION							
Projection System	NAD83 / Lambert Utah SP, Central Zone (4302), US feet	Software System	WellArchitect® 3.0.0					
North Reference	True	User	Ewilliams					
Scale	0.999913	Report Generated	7/10/2014 at 3:51:17 PM					
Convergence at slot	1.18° East	Database/Source file	WellArchitectDB/Three_Rivers_Fed_10-22T-820_PWB.xml					

WELLPATH LOCATION							
	Local coor	dinates	Grid co	oordinates	Geographic coordinates		
	North[ft] East[ft]		Easting[US ft]	Northing[US ft]	Latitude	Longitude	
Slot Location	-233.79	1782.34	2155699.09	7225776.25	40°08'31.380"N	109°39'23.980"W	
Facility Reference Pt			2153912.48	7225973.38	40°08'33.691"N	109°39'46.930"W	
Field Reference Pt			2156630.96	7236613.42	40°10'18.270"N	109°39'09.100"W	
		· · · · · · · · · · · · · · · · · · ·					

WELLPATH DATU		
Calculation method	Minimum curvature	Rig on Three Rivers Fed 10-22T-820 (896' FNL & 2069' FWL) (RT) to Facility Vertical Datum
Horizontal Reference P	Slot	Rig on Three Rivers Fed 10-22T-820 (896' FNL & 2069' FWL) (RT) to Mean Sea Level
Vertical Reference Pt	Rig on Three Rivers Fed 10-22T-820 (896' FNL & 2069' FWL) (RT)	Rig on Three Rivers Fed 10-22T-820 (896 FNL & 2069 FWL) (RT) to Mud Line at Slot (Three Rivers Fed 10-22T-820 (896 FNL &
MD Reference Pt	Rig on Three Rivers Fed 10-22T-820 (896' FNL & 2069' FWL) (RT)	Section Origin
Field Vertical Reference	Mean Sea Level	Section Azimuth



Planned Wellpath Report Three Rivers Fed 10-22T-820 PWP Page 2 of 5

DYNAMIC GRAPHICS, INC.

REFERENC	REFERENCE WELLPATH IDENTIFICATION					
Operator	ULTRA RESOURCES, INC	Slot	Three Rivers Fed 10-22T-820 (896' FNL & 2069' FWL)			
Area	Three Rivers	Well	Three Rivers Fed 10-22T-820			
Field	UINTAH COUNTY	Wellbore	Three Rivers Fed 10-22T-820 PWB			
Facility	Sec.10-T8S-R20E					

		/ 1	† = interpolated/extrapolated station										
MD [ft]	Inclination [°]	Azimuth [°]	TVD [ft]	Vert Sect [ft]	North [ft]	East [ft]	Latitude	Longitude	DLS [°/100ft]	Comments			
0.00†	0.000	192.128	0.00	0.00	0.00	0.00	40°08'31.380"N	109°39'23.980"W	0.00				
13.00	0.000	192.128	13.00	0.00	0.00	0.00	40°08'31.380"N	109°39'23.980"W	0.00				
113.00†	0.000	192.128	113.00	0.00	0.00	0.00	40°08'31.380"N	109°39'23.980"W	0.00				
120.00†	0.000	192.128	120.00	0.00	0.00	0.00	40°08'31.380"N	109°39'23.980"W		Base Gravel			
213.00†	0.000	192.128	213.00	0.00	0.00	0.00	40°08'31.380"N	109°39'23.980"W	0.00				
313.00†	0.000	192.128	313.00	0.00	0.00	0.00	40°08'31.380"N	109°39'23.980"W	0.00				
413.00†	0.000	192.128	413.00	0.00	0.00	0.00	40°08'31.380"N	109°39'23.980"W	0.00				
513.00†	0.000	192.128	513.00	0.00	0.00	0.00	40°08'31.380"N	109°39'23.980"W	0.00				
613.00†	0.000	192.128	613.00	0.00	0.00	0.00	40°08'31.380"N	109°39'23.980"W	0.00				
713.00†	0.000	192.128	713.00	0.00	0.00	0.00	40°08'31.380"N	109°39'23.980"W	0.00				
813.00†	0.000	192.128	813.00	0.00	0.00	0.00	40°08'31.380"N	109°39'23.980"W	0.00				
913.00†	0.000	192.128	913.00	0.00	0.00	0.00	40°08'31.380"N	109°39'23.980"W	0.00				
1013.00†	0.000	192.128	1013.00	0.00	0.00	0.00	40°08'31.380"N	109°39'23.980"W	0.00				
1113.00†	0.000	192.128	1113.00	0.00	0.00	0.00	40°08'31.380"N	109°39'23.980"W	0.00				
1200.00	0.000	192.128	1200.00	0.00	0.00	0.00	40°08'31.380"N	109°39'23.980"W	0.00				
1213.00†	0.260	192.128	1213.00	0.03	-0.03	-0.01	40°08'31.380"N	109°39'23.980"W	2.00				
1313.00†	2.260	192.128	1312.97	2.23	-2.18	-0.47	40°08'31.358"N	109°39'23.986"W	2.00				
1350.07†	3.001	192.128	1350.00	3.93	-3.84	-0.83	40°08'31.342"N	109°39'23.991"W		BMSW			
1413.00†	4.260	192.128	1412.80	7.91	-7.74	-1.66	40°08'31.304"N	109°39'24.001"W	2.00				
1513.00†	6.260	192.128	1512.38	17.08	-16.70	-3.59	40°08'31.215"N	109°39'24.026"W	2.00				
1591.91	7.838	192.128	1590.69	26.76	-26.17	-5.62	40°08'31.121"N	109°39'24.052"W	2.00				
1613.00†	7.838	192.128	1611.58	29.64	-28.98	-6.23	40°08'31.094"N	109°39'24.060"W	0.00				
1713.00†	7.838	192.128	1710.65	43.28	-42.31	-9.09	40°08'30.962"N	109°39'24.097"W	0.00				
1813.00†	7.838	192.128	1809.71	56.92	-55.65	-11.96	40°08'30.830"N	109°39'24.134"W	0.00				
1913.00†	7.838	192.128	1908.78	70.55	-68.98	-14.82	40°08'30.698"N	109°39'24.171"W	0.00				
2013.00†	7.838	192.128	2007.84	84.19	-82.31	-17.69	40°08'30.567"N	109°39'24.208"W	0.00				
2113.00†	7.838	192.128	2106.91	97.83	-95.65	-20.55	40°08'30.435"N	109°39'24.245"W	0.00				
2213.00†	7.838	192.128	2205.98	111.47	-108.98	-23,42	40°08'30.303"N	109°39'24.282"W	0.00				
2313.00†	7.838	192.128	2305.04	125.10	-122.31	-26.28	40°08'30.171"N	109°39'24.318"W	0.00				
2413.00†	7.838	192.128	2404.11	138.74	-135.64	-29.15	40°08'30.040"N	109°39'24.355"W	0.00	1			
2513.00†	7.838	192.128	2503.17	152.38	-148.98	-32.01	40°08'29.908"N	109°39'24.392"W	0.00				
2613.00†	7.838	192.128	2602.24	166.02	-162.31	-34.88	40°08'29.776"N	109°39'24.429"W	0.00				
2685.44†	7.838	192.128	2674.00	175.90	-171.97	-36.95	40°08'29.681"N	109°39'24.456"W	0.00	Green River Top			
2713.00†	7.838	192.128	2701.30	179.65	-175.64	-37.74	40°08'29.644"N	109°39'24.466"W	0.00				
2813.00†	7.838	192.128	2800.37	193.29	-188.98	-40.61	40°08'29.513"N	109°39'24.503"W	0.00				
2913.00†	7.838	192.128	2899.44	206.93	-202.31	-43.47	40°08'29.381"N	109°39'24.540"W	0.00				
3013.00†	7.838	192.128	2998.50	220.57	-215.64	-46.34	40°08'29.249"N	109°39'24.577"W	0.00				
3113.00†	7.838	192.128	3097.57	234.20	-228.98	-49.21	40°08'29.117"N	109°39'24.614"W	0.00				
3213.00†	7.838	192.128	3196.63	247.84	-242.31	-52.07	40°08'28.985"N	109°39'24.650"W	0.00				
3313.00†	7.838	192.128	3295.70	261.48	-255.64	-54.94	40°08'28.854"N	109°39'24.687"W	0.00				
3413.00†	7.838	192.128	3394.76	275.12	-268.98	-57.80	40°08'28.722"N	109°39'24.724"W	0.00				
3513.00†	7.838	192.128	3493.83	288.75	-282.31	-60.67	40°08'28.590"N	109°39'24.761"W	0.00				
3613.00†	7.838	192.128	3592.90	302.39	-295.64	-63.53	40°08'28.458"N	109°39'24.798"W	0.00	i			
3713.00†	7.838	192.128	3691.96	316.03	-308.98	-66.40	40°08'28.327"N	109°39'24.835"W	0.00				
3813.00†	7.838	192.128	3791.03	329.67	-322.31	-69.26	40°08'28.195"N	109°39'24.872"W	0.00	i			



Planned Wellpath Report Three Rivers Fed 10-22T-820 PWP Page 3 of 5

DYNAMIC GRAPHICS, INC.

REFERENCE WELLPATH IDENTIFICATION Operator Area Field Facility Three Rivers Fed 10-22T-820 (896' FNL & 2069' FWL) ULTRA RESOURCES, INC Slot Three Rivers Well Three Rivers Fed 10-22T-820 UINTAH COUNTY Three Rivers Fed 10-22T-820 PWB Wellbore Sec.10-T8S-R20E

MD			olated/extrapo							
[ft]	Inclination [°]	Azimuth [°]	TVD [ft]	Vert Sect	North [ft]	East [ft]	Latitude	Longitude	DLS [°/100ft]	Comments
3913.00†	7.838	192.128	3890.09	343.30	-335.64	-72.13	40°08'28.063"N	109°39'24.909"W	0.00	
4013.00†	7.838	192.128	3989.16	356.94	-348.97	-74.99	40°08'27.931"N	109°39'24.946"W	0.00	
4027.98†	7.838	192.128	4004.00	358.98	-350.97	-75.42	40°08'27.912"N	109°39'24.951"W	0.00	Mahogany
4113.00†	7.838	192.128	4088.22	370.58	-362.31	-77.86	40°08'27.800"N	109°39'24.983"W	0.00	
4213.00†	7.838	192.128	4187.29	384.22	-375.64	-80.72	40°08'27.668"N	109°39'25.019"W	0.00	
4235.23	7.838	192.128	4209.31	387.25	-378.61	-81.36	40°08'27.639"N	109°39'25.028"W	0.00	
4313.00†	6.283	192.128	4286.49	396.81	-387.95	-83.37	40°08'27.546"N	109°39'25.053"W	2.00	
4413.00†	4.283	192.128	4386.06	406.01	-396.95	-85.30	40°08'27.457"N	109°39'25.078"W	2.00	
4513.00†	2.283	192.128	4485.89	411.74	-402.55	-86.50	40°08'27.402"N	109°39'25.094"W	2.00	
4613.00†	0.283	192.128	4585.86	413.98	-404.74	-86.98	40°08'27.380"N	109°39'25.100"W	2.00	
4627.14	0.000	192.128	4600.00 ¹	414.01	-404.77	-86.98	40°08'27.380"N	109°39'25.100"W	2.00	
4631.14†	0.000	192.128	4604.00	414.01	-404.77	-86.98	40°08'27.380"N	109°39'25.100"W	0.00	Garden Gulch
4713.00†	0.000	192.128	4685.86	414.01	-404.77	-86.98	40°08'27.380"N	109°39'25.100"W	0.00	
4781.14†	0.000	192.128	4754.00	414.01	-404.77	-86.98	40°08'27.380"N	/ 109°39'25.100"W	0.00	Lower Green River
4813.00†	0.000	192.128	4785.86	414.01	-404.77	-86.98	40°08'27.380"N	109°39'25.100"W	0.00	
4913.00†	0.000	192.128	4885.86	414.01	-404.77	-86.98	40°08'27.380"N	109°39'25.100"W	0.00	
5013.00†	0.000	192.128	4985.86	414.01	-404.77	-86.98	40°08'27.380"N	109°39'25.100"W	0.00	
5113.00†	0.000	192.128	5085.86	414.01	-404.77	-86.98	40°08'27.380"N	109°39'25.100"W	0.00	
5213.00†	0.000	192.128	5185.86	414.01	-404.77	-86.98	40°08'27.380"N	109°39'25.100"W	0.00	
5313.00†	0.000	192.128	5285.86	414.01	-404.77	-86.98	40°08'27.380"N	109°39'25.100"W	0.00	
5413.00†	0.000	192.128	5385.86	414.01	-404.77	-86.98	40°08'27.380"N	109°39'25.100"W	0.00	
5513.00†	0.000	192.128	5485.86	414.01	-404.77	-86.98	40°08'27.380"N	109°39'25.100"W	0.00	
5613.00†	0.000	192.128	5585.86	414.01	-404.77	-86.98	40°08'27.380"N	109°39'25.100"W	0.00	
5713.00†	0.000	192.128	5685.86	414.01	-404.77	-86.98	40°08'27.380"N	109°39'25.100"W	0.00	
5813.00†	0.000	192.128	5785.86	414.01	-404.77	-86.98	40°08'27.380"N	109°39'25.100"W	0.00	
5913.00†	0.000	192.128	5885.86	414.01	-404.77	-86.98	40°08'27.380"N	109°39'25.100"W	0.00	
6013.00†	0.000	192.128	5985.86	414.01	-404.77	-86.98	40°08'27.380"N	109°39'25.100"W	0.00	
6113.00†	0.000	192.128	6085.86	414.01	-404.77	-86.98	40°08'27.380"N	109°39'25.100"W	0.00	
6213.00†	0.000	192.128	6185.86	414.01	-404.77	-86.98	40°08'27.380"N	109°39'25.100"W	0.00	
6313.00†	0.000	192.128	6285.86	414.01	-404.77	-86.98	40°08'27.380"N	109°39'25.100"W	0.00	
6413.00†	0.000	192.128	6385.86	414.01	-404.77	-86.98	40°08'27.380"N	109°39'25.100"W	0.00	
6513.00†	0.000	192.128	6485.86	414.01	-404.77	-86.98	40°08'27.380"N	109°39'25.100"W	0.00	
6551.14†	0.000	192.128	6524.00	414.01	-404.77	-86.98	40°08'27.380"N	109°39'25.100"W		Wasatch
6613.00†	0.000	192.128	6585.86	414.01	-404.77	-86.98	40°08'27.380"N	109°39'25.100"W	0.00	
6713.00†	0.000	192.128	6685.86	414.01	-404,77	-86.98	40°08'27.380"N	109°39'25.100"W	0.00	
6751.14	0.000	192.128	6724.00	414.01	-404.77	-86.98	40°08'27.380"N	109°39'25.100"W	0.00	TD

Page 4 of 5

API Well Number: 43047550830000



Planned Wellpath Report

Three Rivers Fed 10-22T-820 PWP Page 4 of 5



LUITODDOIL							
REFERENC	REFERENCE WELLPATH IDENTIFICATION						
Operator	ULTRA RESOURCES, INC	Slot	Three Rivers Fed 10-22T-820 (896' FNL & 2069' FWL)				
Area	Three Rivers	Well	Three Rivers Fed 10-22T-820				
Field	UINTAH COUNTY	Wellbore	Three Rivers Fed 10-22T-820 PWB				
Facility	Sec.10-T8S-R20E						

HOLE & CASING SECTIONS - Ref Wellbore: Three Rivers Fed 10-22T-820 PWB Ref Wellpath: Three Rivers Fed 10-22T-820 PWP									
String/Diameter	Start MD [ft]	End MD [ft]	Interval [ft]	Start TVD [ft]	End TVD [ft]	Start N/S [ft]	Start E/W [ft]	End N/S [ft]	End E/W [ft]
16in Conductor	13.00	120.00	107.00	13.00	120.00	0.00	0.00	0.00	0.00
12.25in Open Hole	120.00	1000.00	880.00	120.00	1000.00	0.00	0.00	0.00	0.00
8.625in Casing Surface	13.00	1000.00	987.00	13.00	1000.00	0.00	0.00	0.00	0.00
7.875in Open Hole	1000.00	6751.14	5751.14	1000.00	6724.00	0.00	0.00	-404.77	-86.98
5.5in Casing Production	13.00	6751.14	6738.14	13.00	6724.00	0.00	0.00	-404.77	-86.98

TARGETS									
Name	MD [ft]	TVD [ft]	North [ft]	East [ft]	Grid East [US ft]	Grid North [US ft]	Latitude	Longitude	Shape
1) Three Rivers Fed 10-22T-820 Target On Plat 1300' FNL & 1980' FWL	4627.14	4600.00		-86.98	2155620.47	7225369.81	40°08'27.380"N	109°39'25.100"W	point
	O								

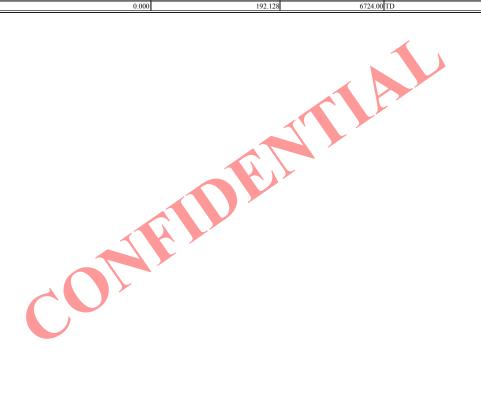


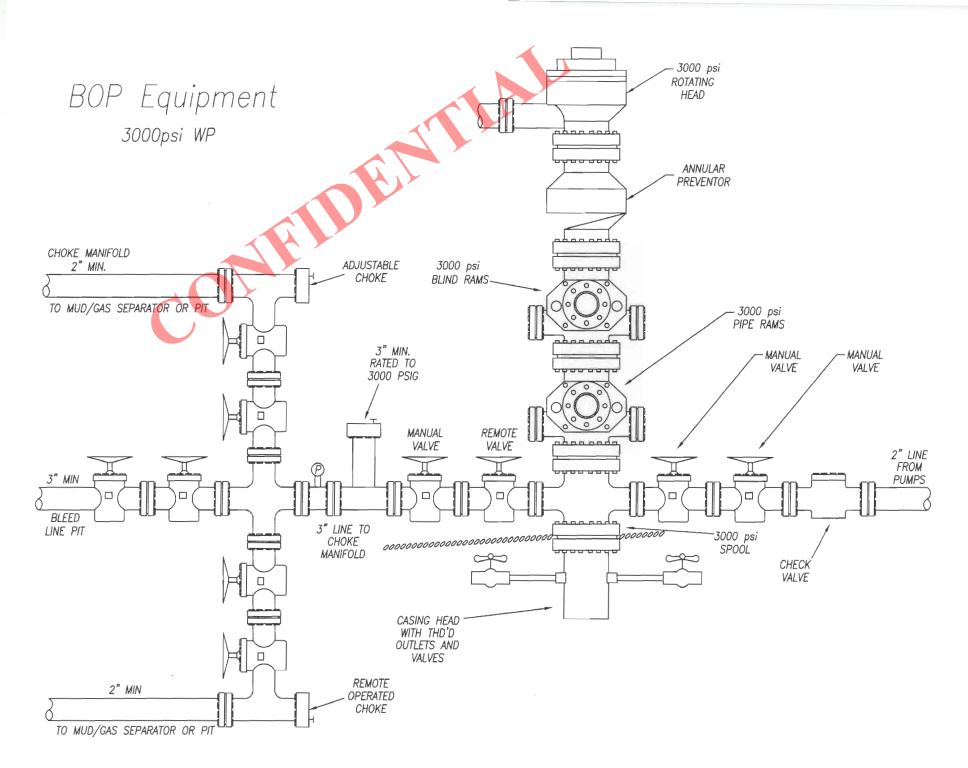
Planned Wellpath Report

Three Rivers Fed 10-22T-820 PWP Page 5 of 5 DYNAMIC GRAPHICS, INC.

REFERENC	E WELLPATH IDENTIFICATION		
Operator	ULTRA RESOURCES, INC	Slot	Three Rivers Fed 10-22T-820 (896' FNL & 2069' FWL)
Area	Three Rivers	Well	Three Rivers Fed 10-22T-820
Field	UINTAH COUNTY	Wellbore	Three Rivers Fed 10-22T-820 PWB
Facility	Sec 10-T8S-R20F	1	

VELLPATH COMMENTS								
MD	Inclination	Azimuth	TVD	Comment				
[ft]	[°]	[°]	[ft]					
120.00	0.000	192.128	120.00	Base Gravel				
1350.07	3.001	192.128	1350.00	BMSW				
2685.44	7.838	192.128	2674.00	Green River Top				
4027.98	7.838	192.128	4004.00	Mahogany				
4631.14	0.000	192.128	4604.00	Garden Gulch				
4781.14	0.000	192.128	4754.00	Lower Green River				
6551.14	0.000	192.128	6524.00	Wasatch				
6751.14	0.000	192.128	6724.00	TD				







Ultra Resources, Inc.

November 12, 2014

Mr. Dustin Doucet Utah Division of Oil, Gas & Mining 1594 West North Temple Salt Lake City, Utah 84116

RE: Request for Exception to Spacing
Three Rivers Fed 10-22T-820

Surface Location: 896' FNL & 2069' FWL, NENW, Sec. 10, T8S, R20E Target Location: 1300' FNL & 1980' FWL, NENW, Sec. 10, T8S, R20E

SLB&M, Uintah County, Utah

Dear Mr. Doucet:

Ultra Resources, Inc. ("Ultra") respectfully submits this request for exception to spacing (Docket No. 2013-030 / Cause No. 270-02) based on geology since the well is located less than 100 feet to the drilling unit boundary.

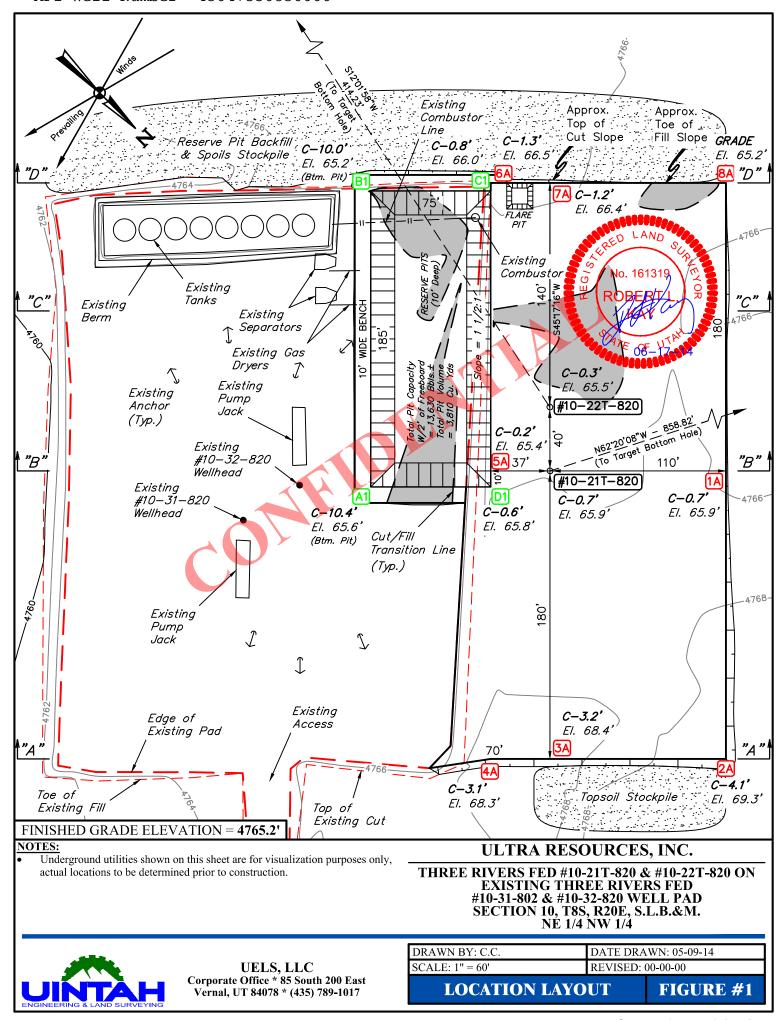
The adjacent drilling unit boundary is covered by the same lease and has the identical production interest owners in it.

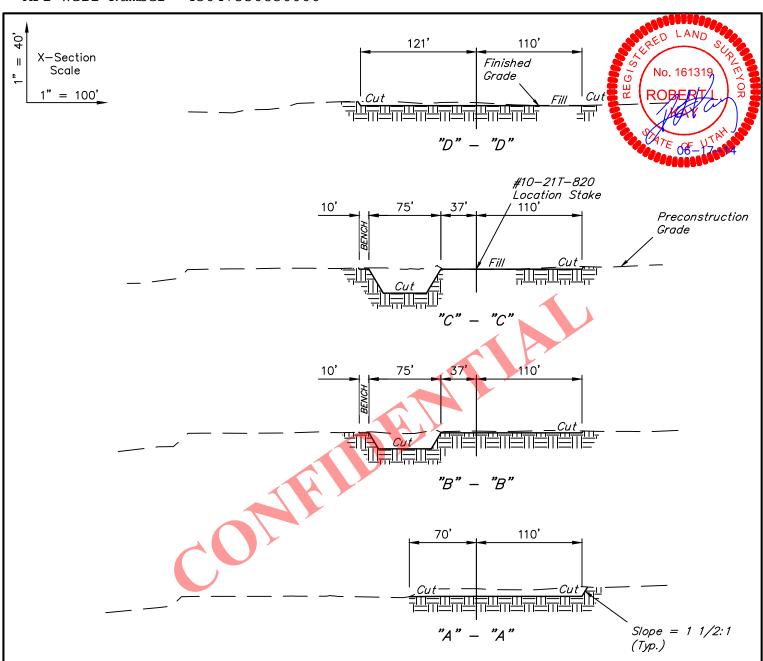
Ultra owns 100% of the leasehold within 460 feet of the surface and target location as well as all points along the intended well bore path.

Thank you very much for your timely consideration of this application. Please feel free to contact me at 303-645-9810 should you have any questions or need additional information.

Sincerely,

Jenna Anderson
Permitting Specialist





APPROXIMATE EARTHWORK QUANTITIES					
(6") TOPSOIL STRIPPING	1,080 Cu. Yds.				
REMAINING LOCATION	6,520 Cu. Yds.				
TOTAL CUT	7,600 Cu. Yds.				
FILL	20 Cu. Yds.				
EXCESS MATERIAL	7,580 Cu. Yds.				
TOPSOIL & PIT BACKFILL (1/2 Pit Vol.)	2,990 Cu. Yds.				
EXCESS UNBALANCE (After Interim Rehabilitation)	4,590 Cu. Yds.				

APPROXIMATE SURFACE DISTURBANCE AREAS					
	DISTANCE	ACRES			
EXISTING WELL SITE DISTURBANCE	NA	±2.276			
NEW WELL SITE DISTURBANCE	NA	±1.342			
TOTAL SURFACE USE AREA	NA	±3.618			

NOTES:

- Fill quantity includes 5% for compaction.
- Calculations based on 6" of topsoil stripping. (New Construction Only)
- Topsoil should not be stripped below finished grade on substructure area.

ULTRA RESOURCES, INC.

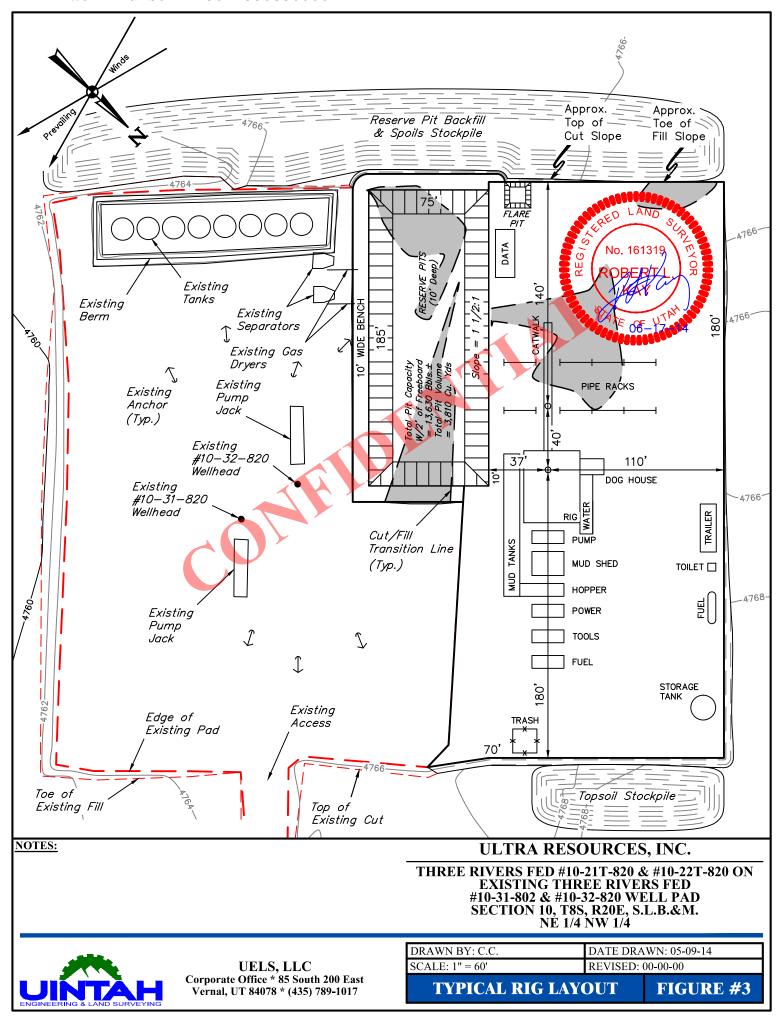
THREE RIVERS FED #10-21T-820 & #10-22T-820 ON EXISTING THREE RIVERS FED #10-31-802 & #10-32-820 WELL PAD SECTION 10, T8S, R20E, S.L.B.&M. NE 1/4 NW 1/4

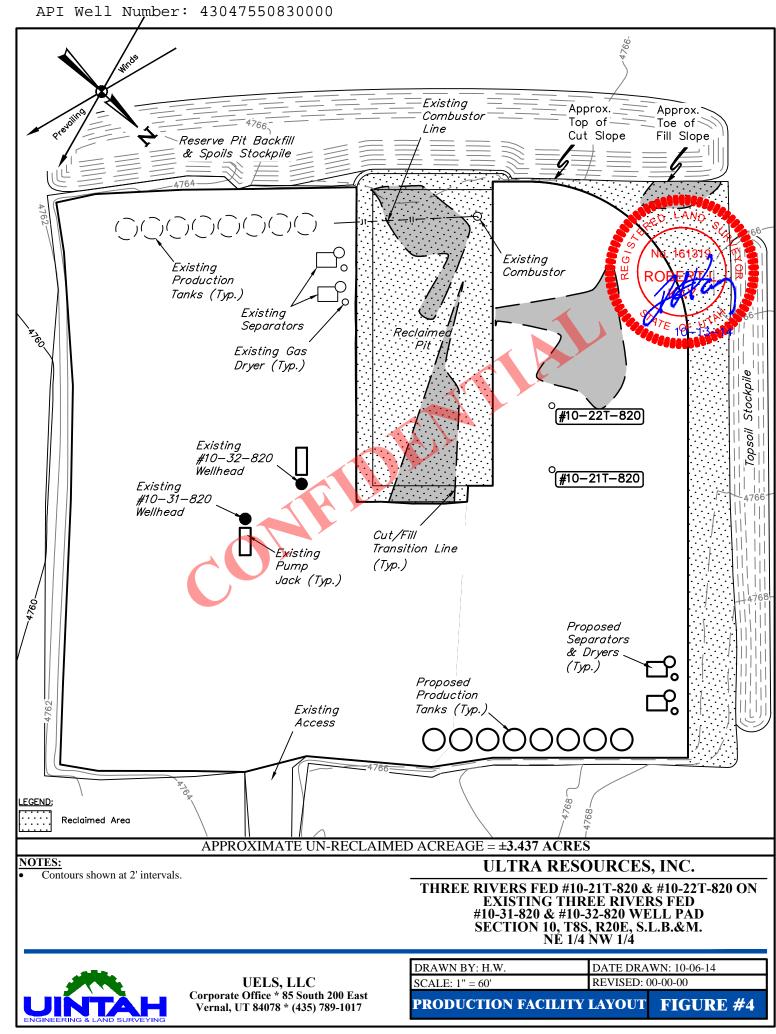


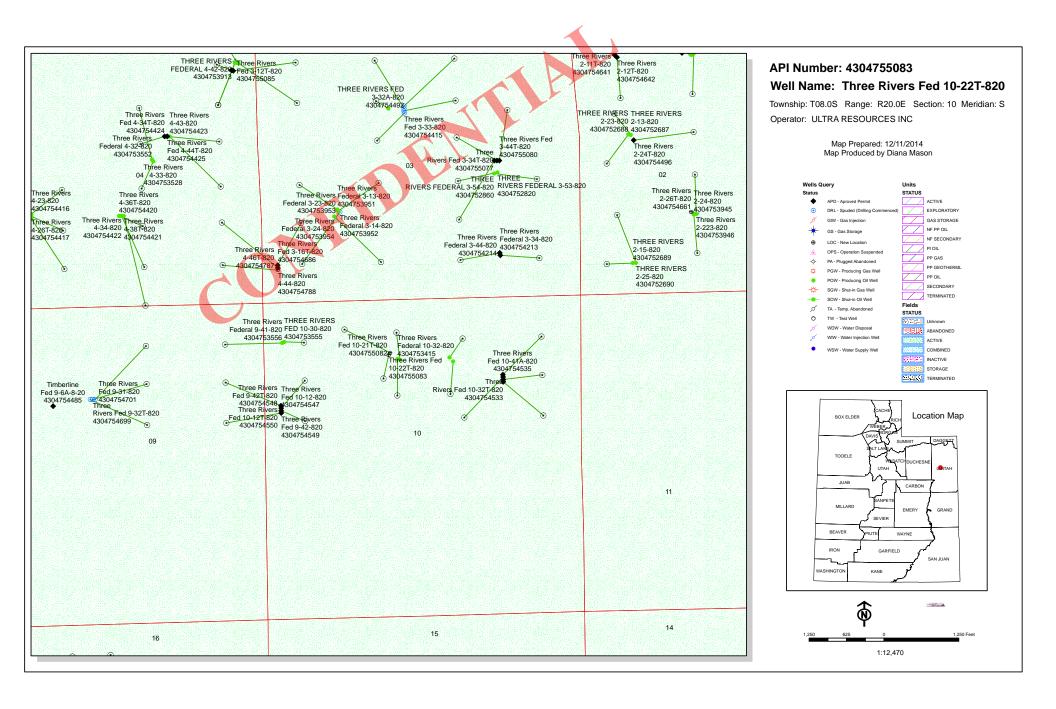
UELS, LLC Corporate Office * 85 South 200 East Vernal, UT 84078 * (435) 789-1017

DRAWN BY: C.C.	DATE DRAWN: 05-09-14
SCALE: 1" = 60'	REVISED: 00-00-00

TYPICAL CROSS SECTIONS FIGURE #2







WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 11/25/2014 API NO. ASSIGNED: 43047550830000 WELL NAME: Three Rivers Fed 10-22T-820 **OPERATOR: ULTRA RESOURCES INC (N4045)** PHONE NUMBER: 435 719-2018 **CONTACT:** Don Hamilton PROPOSED LOCATION: NENW 10 080S 200E Permit Tech Review: SURFACE: 0896 FNL 2069 FWL **Engineering Review:** BOTTOM: 1300 FNL 1980 FWL Geology Review: **COUNTY: UINTAH LATITUDE**: 40.14202 ONGITUDE: -109.65651 UTM SURF EASTINGS: 614444.00 NORTHINGS: 4444385.00 FIELD NAME: THREE RIVERS LEASE TYPE: 1 - Federal **LEASE NUMBER: UTU86181** PROPOSED PRODUCING FORMATION(S): GREEN RIVER - LOWER SURFACE OWNER: 1 - Federal **COALBED METHANE: NO RECEIVED AND/OR REVIEWED:** LOCATION AND SITING: ✓ PLAT R649-2-3. Bond: FEDERAL - UTB000593 Unit: Potash R649-3-2. General Oil Shale 190-5 Oil Shale 190-3 R649-3-3. Exception **Drilling Unit** Oil Shale 190-13 Board Cause No: Cause 270-02 Water Permit: 43-10988 Effective Date: 11/9/2013 **RDCC Review:** Siting: 2 WELLS PER 40 ACRES Fee Surface Agreement **Intent to Commingle** ■ R649-3-11. Directional Drill **Commingling Approved** Presite Completed

Comments:

Stipulations: 4 - Federal Approval - dmason

15 - Directional - dmason



State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

Well Name: Three Rivers Fed 10-22T-820

API Well Number: 43047550830000

Lease Number: UTU86181 Surface Owner: FEDERAL Approval Date: 12/15/2014

Issued to:

ULTRA RESOURCES INC, 304 Inverness Way South #295, Englewood, CO 80112

Authority:

Pursuant to Utah Code Ann. 40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of Cause 270-02. The expected producing formation or pool is the GREEN RIVER - LOWER Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date

General:

Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

Conditions of Approval:

State approval of this well does not supercede the required federal approval, which must be obtained prior to drilling.

In accordance with Utah Admin. R.649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.

Notification Requirements:

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

• Within 24 hours following the spudding of the well - contact Carol Daniels at 801-538-5284

(please leave a voicemail message if not available)

OR

submit an electronic sundry notice (pre-registration required) via the Utah Oil &

Reporting Requirements:

All reports, forms and submittals as required by the Utah Oil and Gas Conservation General Rules will be promptly filed with the Division of Oil, Gas and Mining, including but not limited to:

- Entity Action Form (Form 6) due within 5 days of spudding the well
- Monthly Status Report (Form 9) due by 5th day of the following calendar month
 - Requests to Change Plans (Form 9) due prior to implementation
 - Written Notice of Emergency Changes (Form 9) due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) due prior to implementation
 - Report of Water Encountered (Form 7) due within 30 days after completion
- Well Completion Report (Form 8) due within 30 days after completion or plugging

Approved By:

For John Rogers Associate Director, Oil & Gas Form 3160-3 (August 2007)

NOV 06 2014

UNITED STATES DEPARTMENT OF THE INTERIOR **BUREAU OF LAND MANAGEMENT**

FORM APPROVED OMB No. 1004-0136 Expires July 31, 2010

OCT **29** 2015

5. Lease Serial No. UTU86181 APPLICATION FOR PERMIT TO DRILL OR REFINTER 6. If Indian, Allottee or Tribe Name

		,	
1a. Type of Work: DRILL REENTER	CONFIDENTIAL	7. If Unit or CA Agreement	, Name and No.
1b. Type of Well: Oil Well Gas Well Oth	ner Single Zone Multiple Zone	Lease Name and Well No THREE RIVERS FED	
2. Name of Operator Contact: ULTRA RESOURCES, INC. E-Mail: starpoin	DON S HAMILTON t@etv.net	9. API Well No. 43 547 55	583
3a. Address 304 INVERNESS WAY SOUTH SUITE 295 ENGLEWOOD, CO 80112	3b. Phone No. (include area code) Ph: 435-719-2018 Fx: 435-719-2019	10. Field and Pool, or Explo UNDESIGNATED	oratory
4. Location of Well (Report location clearly and in accorda	nce with any State requirements.*)	11. Sec., T., R., M., or Blk.	and Survey or Area
At surface NENW 896FNL 2069FWL	40.142050 N Lat, 109.656661 W Lon	Sec 10 T8S R20E M	er SLB
At proposed prod. zone NENW 1300FNL 1980FWL	. 40.140939 N Lat, 109.656972 W Lon		
14. Distance in miles and direction from nearest town or post of 27.1 MILES SOUTHWEST OF VERNAL UT	office*	12. County or Parish UINTAH	13. State UT
 Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig, unit line, if any) 	16. No. of Acres in Lease	17. Spacing Unit dedicated to this well	
896	80.00	40.00	
18. Distance from proposed location to nearest well, drilling,	19. Proposed Depth	20. BLM/BIA Bond No. on file	
completed, applied for, on this lease, ft.	6751 MD 6724 TVD	UTB000593	
21. Elevations (Show whether DF, KB, RT, GL, etc. 4766 GL	22. Approximate date work will start 11/20/2014 23. Estimated duration 60		
,	24. Attachments		
The following, completed in accordance with the requirements of	Onshore Oil and Gas Order No. 1, shall be attached to t	his form:	
 Well plat certified by a registered surveyor. A Drilling Plan. A Surface Use Plan (if the location is on National Forest Syste SUPO shall be filed with the appropriate Forest Service Off 		•	`
25. Signature (Electronic Submission)	Name (Printed/Typed) DON S HAMILTON Ph: 435-719-2018		Date 11/07/2014
Title PERMITTING AGENT			
Approved by (Signature)	Name (Printed/Typed) Jerry Kenczk	a	OCT 26 2015
Title Assistant Field Manager Lands & Mineral Resources	Office VERNAL FIELD OFFICE		
Application approval does not warrant or certify the applicant holoperations thereon. Conditions of approval, if any, are attached.	ds legal or equitable title to those rights in the subject le	TIONS OF APPROVA	L ATTACHED

Additional Operator Remarks (see next page)

Electronic Submission #276774 verified by the BLM Well Information System CAS & MINING
For ULTRA RESOURCES, INC., sent to the Vernal
Committed to AFMSS for processing by STEVE HIRSCHI on 11/14/2014 ()

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department.

States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

NOTICE OF APPROVAL



UNITED STATES DEPARTMENT OF THE INTERIOR **BUREAU OF LAND MANAGEMENT VERNAL FIELD OFFICE** 170 South 500 East

VERNAL, UT 84078

(435) 781-4400



CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

Company: Well No:

API No:

Ultra Resources Inc

Three Rivers Fed 10-22T-820

43-047-55083

Location:

NENW, Sec. 10, T8S, R20E

UTU-86181

Lease No: Agreement:

OFFICE NUMBER:

(435) 781-4400

OFFICE FAX NUMBER:

(435) 781-3420

A COPY OF THESE CONDITIONS SHALL BE FURNISHED TO YOUR FIELD REPRESENTATIVE TO INSURE COMPLIANCE

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations (43 CFR Part 3160), and this approved Application for Permit to Drill including Surface and Downhole Conditions of Approval. The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations. This permit is approved for a two (2) year period, or until lease expiration, whichever occurs first. An additional extension, up to two (2) years, may be applied for by sundry notice prior to expiration.

NOTIFICATION REQUIREMENTS

Location Construction (Notify Environmental Scientist)	-	Forty-Eight (48) hours prior to construction of location and access roads.
Location Completion (Notify Environmental Scientist)	•	Prior to moving on the drilling rig.
Spud Notice (Notify Petroleum Engineer)	-	Twenty-Four (24) hours prior to spudding the well.
Casing String & Cementing (Notify Supv. Petroleum Tech.)	-	Twenty-Four (24) hours prior to running casing and cementing all casing strings to: blm_ut_vn_opreport@blm.gov
BOP & Related Equipment Tests (Notify Supv. Petroleum Tech.)	-	Twenty-Four (24) hours prior to initiating pressure tests.
First Production Notice (Notify Petroleum Engineer)	-	Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days.

SURFACE USE PROGRAM CONDITIONS OF APPROVAL (COAs)

- All new and replacement internal combustion gas field engines of less than or equal to 300 designrated horsepower must not emit more than 2 gms of NO_x per horsepower-hour. This requirement does not apply to gas field engines of less than or equal to 40 design-rated horsepower.
- All and replacement internal combustion gas field engines of greater than 300 design rated horsepower must not emit more than 1.0 gms of NO_x per horsepower-hour.
- If there is an active Gilsonite mining operation within 2 miles of the well location, operator shall notify the Gilsonite operator at least 48 hours prior to any blasting during construction.
- If paleontological materials are uncovered during construction, the operator is to immediately stop
 work and contact the Authorized Officer (AO). A determination will be made by the AO as to what
 mitigation may be necessary for the discovered paleontologic material before construction can
 continue.

STIPULATIONS / CONDITIONS OF APPROVAL

Company/Operator. Ultra Resources, Inc.

Well Name & Numbers: Three Rivers Federal 5-23-820, 5-26T-820, 5-34-820, 5-38T-820, 8-31-20, 8-41-820, 8-34T-820, 8-43-820, 8-44T-820, 8-46T-820, 8-44-820, 8-48T-820, 9-42-820, 9-42T-820, 10-12-820, 10-12T-820, 10-21T-820, 10-32T-820, 10-41A-820, 10-42A-820, and 10-42T-820

DOI-BLM-UT-G010-2014-0191-EA

Lease Number.

UTU-85994, UTU-86181, and UTU-87342

Location:

Section 5, 8, and 10 T8S, R20E

CONDITIONS OF APPROVAL:

- All new and replacement internal combustion gas field engines of less than or equal to 300 designrated horse power must not emit more than 2 grams of NOx per horsepower-hour. This requirement does not apply to gas field engines of less than or equal to 40 design-rated horsepower-hour.
- All vehicles and equipment shall be cleaned either through power-washing, or other approved method, if the vehicles or equipment were brought in from areas outside the Uinta Basin, to prevent weed seed introduction.
- All contaminated and/or stained soils will be cleaned up immediately when noticed. The contaminated/stained soil will be removed and disposed of properly.
- Ultra will submit their site specific reclamation plan per each well pad within 90 days of starting location construction.
- Project activities are not allowed from March 1 August 31 to minimize impacts during burrowing owl nesting season. This Condition of Approval only applies to the following well pad locations:

Three Rivers Fed 5-23-820	Three Rivers Fed 5-34-820	Three Rivers Fed 8–31–820
Three Rivers Fed 8–43–820	Three Rivers Fed 8-44-820	

• In addition Moon Lake Electric Association has developed bird-friendly construction standards as submitted to the BLM VFO 'Avian Protection Plan, (2011)' (APP). The APP as implemented will

- further minimize impacts to raptor species. The APP is in compliance with APLIC's Suggested Practices (2006) as identified by the VRMP (2008).
- A BLM-permitted paleontologist will monitor all excavation work during the construction of Three Rivers Fed 8-46T-820, 8-43-820, 8-44T-820, 8-34T-820 (access, pipeline and pad) if, and where, bedrock is impacted.
- A BLM-permitted paleontologist will monitor all excavation work during the construction of Three Rivers Fed 5-26T-820 and 5-23-820 (access, pipeline and pad) if, and where, bedrock is impacted.
- A BLM-permitted paleontologist will monitor all excavation work during the construction of Three Rivers Fed 5-34-820 and 5-38t-820 (access, pipeline and pad) if, and where, bedrock is impacted.
- If important paleontological resources, as described in BLM Handbook H-8270-1, are discovered during construction, all operations which would affect such sites will be suspended and the discovery reported promptly to the surface management agency.
- Documented cactus within the 300 foot survey buffers would be flagged for avoidance during construction and drilling activities.
- A qualified biological monitor would be present during construction and drilling activities to ensure that documented individual cactus are not disturbed.
- Site inventory surveys would be valid for 4 years from the survey date. If more than 4 years pass
 between the original survey date and construction, a new clearance survey/site inventory would be
 required. If construction is to occur within the 4 year window, and at least 1 year after the initial
 survey date, an additional spot check survey would be required following the methodology
 established in the 2010 Memorandum of Understanding (MOU) between USFWS and BLM
 regarding Sclerocactus survey data use timing restrictions. Review of spot checks may result in
 requirements for additional pre-construction plant surveys or other requirements as directed by
 USFWS and the BLM Authorized Officer (AO).
- The operator would perform ground disturbing activities in *Sclerocactus ssp.* potential habitat outside of the flowering period, (April 1 through May 30). This applies to all ground disturbing activities, including those on previously disturbed areas on existing well pads.
- Only water (no chemicals, reclaimed production water or oil field brine) will be used for dust abatement measures within all cactus habitats.
- Dust abatement will be employed in suitable *Sclerocactus ssp.* habitat over the life of the project during the time of the year when *Sclerocactus ssp.* species are most vulnerable to dust-related impacts (March through August) within all cactus habitats.
- Reclamation seed mixes would exclude introduced and non-native species if used in *Sclerocactus* ssp. potential habitat.
- Erosion control measures (i.e. silt fencing) would be implemented to minimize sedimentation to Sclerocactus ssp. plants and populations located down slope of proposed surface disturbance activities when working in all cactus habitats.
- Application for Pesticide Use Permit would include provisions for mechanical removal, as opposed
 to chemical removal, for Utah Class A, B and C noxious weeds within 50 feet of
 individual/populations of Sclerocactus.
- The operator would commit to mitigate for the project impacts that are located within the Core Conservation Area by contributing a monetary amount disclosed between the operator and the USFWS (\$ TBD for 12.6 acres), to the cactus mitigation fund in an effort to aid in the recovery of the species. This monetary amount must be paid to the Sclerocactus Mitigation Fund-BLM within 90 days upon receipt of this letter, or before construction of the Project begins. The payment should be made to; Sclerocactus Mitigation Fund-BLM, Michelle Olson, Manager, Impact-Directed Environmental Accounts, National Fish and Wildlife Foundation, 1133 Fifteenth Street NW, Suite 1100, Washington, DC 20005

Page 4 of 8 Well: Three Rivers FED 10-22T-820 10/1/2015

• Discovery Stipulation: Re-initiation of Section 7 consultation with the USFWS would be sought immediately if any loss of plants or occupied habitat for Uinta Basin hookless cactus is anticipated as a result of project activities.

DOWNHOLE PROGRAM CONDITIONS OF APPROVAL (COAs)

SITE SPECIFIC DOWNHOLE COAs:

Three Rivers Fed: 34-13-720, 34-16T-720, 3-44T-820, **10-22T-820**, 10-21T-820, 34-233-720, 3-12T-820, 4-42T-820

Site Specific Drilling Plan COA's:

- CBL will be run from TD to TOC. 2. Cement for the surface casing will be circulated to the surface.
- Cement for long-string shall be circulated 200' above surface casing shoe.
- Lead cement for surface casing shall be a minimum of 12 ppg

All provisions outlined in Onshore Oil & Gas Order #2 Drilling Operations shall be strictly adhered to. The following items are emphasized:

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

- The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.
- Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.
- All requirements listed in Onshore Order #2 III. E. Special Drilling Operations are applicable for air drilling of surface hole.
- Blowout prevention equipment (BOPE) shall remain in use until the well is completed or abandoned. Closing unit controls shall remain unobstructed and readily accessible at all times. Choke manifolds shall be located outside of the rig substructure.
- All BOPE components shall be inspected daily and those inspections shall be recorded in the daily
 drilling report. Components shall be operated and tested as required by Onshore Oil & Gas Order
 No. 2 to insure good mechanical working order. All BOPE pressure tests shall be performed by a
 test pump with a chart recorder and <u>NOT</u> by the rig pumps. Test shall be reported in the driller's
 log.
- BOP drills shall be initially conducted by each drilling crew within 24 hours of drilling out from under the surface casing and weekly thereafter as specified in Onshore Oil & Gas Order No. 2.
- Casing pressure tests are required before drilling out from under all casing strings set and cemented in place.
- No aggressive/fresh hard-banded drill pipe shall be used within casing.
- Cement baskets shall not be run on surface casing.

Page 6 of 8 Well: Three Rivers FED 10-22T-820 10/1/2015

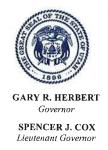
- The operator must report all shows of water or water-bearing sands to the BLM. If flowing water is
 encountered it must be sampled, analyzed, and a copy of the analyses submitted to the BLM Vernal
 Field Office.
- The operator must report encounters of all non oil & gas mineral resources (such as Gilsonite, tar sands, oil shale, trona, etc.) to the Vernal Field Office, in writing, within 5 working days of each encounter. Each report shall include the well name/number, well location, date and depth (from KB or GL) of encounter, vertical footage of the encounter and, the name of the person making the report (along with a telephone number) should the BLM need to obtain additional information.
- A complete set of angular deviation and directional surveys of a directional well will be submitted to the Vernal BLM office engineer within 30 days of the completion of the well.
- While actively drilling, chronologic drilling progress reports shall be filed directly with the BLM,
 Vernal Field Office on a weekly basis in sundry, letter format or e-mail to the Petroleum Engineers until the well is completed.
- A cement bond log (CBL) will be run from the production casing shoe to the top of cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.
- Please submit an electronic copy of all other logs run on this well by CD (compact disc). This submission will supersede the requirement for submittal of paper logs to the BLM.
- There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. Any changes in operation must have prior approval from the BLM Vernal Field Office.

OPERATING REQUIREMENT REMINDERS:

- All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well.
- For information regarding production reporting, contact the Office of Natural Resources Revenue (ONRR) at www.ONRR.gov.
- Should the well be successfully completed for production, the BLM Vernal Field office must be
 notified when it is placed in a producing status. Such notification will be by written communication
 and must be received in this office by not later than the fifth business day following the date on
 which the well is placed on production. The notification shall provide, as a minimum, the following
 informational items:
 - o Operator name, address, and telephone number.
 - Well name and number.
 - Well location (¼¼, Sec., Twn, Rng, and P.M.).
 - Date well was placed in a producing status (date of first production for which royalty will be paid).
 - The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
 - o The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
 - o Unit agreement and/or participating area name and number, if applicable.
 - Communitization agreement number, if applicable.
- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.
- All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.
- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid,

and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.

- All off-lease storage, off-lease measurement, or commingling on-lease or off-lease, shall have prior written approval from the BLM Vernal Field Office.
- Oil and gas meters shall be calibrated in place prior to any deliveries. The BLM Vernal Field Office
 Petroleum Engineers will be provided with a date and time for the initial meter calibration and all
 future meter proving schedules. A copy of the meter calibration reports shall be submitted to the
 BLM Vernal Field Office. All measurement facilities will conform to the API standards for liquid
 hydrocarbons and the AGA standards for natural gas measurement. All measurement points shall
 be identified as the point of sale or allocation for royalty purposes.
- A schematic facilities diagram as required by Onshore Oil & Gas Order No. 3 shall be submitted to the BLM Vernal Field Office within 30 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with Onshore Oil & Gas Order No. 3.
- Any additional construction, reconstruction, or alterations of facilities, including roads, gathering
 lines, batteries, etc., which will result in the disturbance of new ground, shall require the filing of a
 suitable plan and need prior approval of the BLM Vernal Field Office. Emergency approval may be
 obtained orally, but such approval does not waive the written report requirement.
- No location shall be constructed or moved, no well shall be plugged, and no drilling or workover
 equipment shall be removed from a well to be placed in a suspended status without prior approval
 of the BLM Vernal Field Office. If operations are to be suspended for more than 30 days, prior
 approval of the BLM Vernal Field Office shall be obtained and notification given before resumption
 of operations.
- Pursuant to Onshore Oil & Gas Order No. 7, this is authorization for pit disposal of water produced from this well for a period of 90 days from the date of initial production. A permanent disposal method must be approved by this office and in operation prior to the end of this 90-day period. In order to meet this deadline, an application for the proposed permanent disposal method shall be submitted along with any necessary water analyses, as soon as possible, but no later than 45 days after the date of first production. Any method of disposal which has not been approved prior to the end of the authorized 90-day period will be considered as an Incident of Noncompliance and will be grounds for issuing a shut-in order until an acceptable manner for disposing of said water is provided and approved by this office.
- Unless the plugging is to take place immediately upon receipt of oral approval, the Field Office Petroleum Engineers must be notified at least 24 hours in advance of the plugging of the well, in order that a representative may witness plugging operations. If a well is suspended or abandoned, all pits must be fenced immediately until they are backfilled. The "Subsequent Report of Abandonment" (Form BLM 3160-5) must be submitted within 30 days after the actual plugging of the well bore, showing location of plugs, amount of cement in each, and amount of casing left in hole, and the current status of the surface restoration.



State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA

Division Director

February 4, 2016

Ultra Resources Inc. 116 Inverness Dr. E Ste. 400 Englewood, CO 80112

Re: APDs Rescinded for Ultra Resources, Inc. Uintah County

Ladies and Gentlemen:

Enclosed find the list of APDs that you asked to be rescinded. No drilling activity at these locations has been reported to the division. Therefore, approval to drill these wells is hereby rescinded effective February 4, 2016.

A new APD must be filed with this office for approval <u>prior</u> to the commencement of any future work on the subject location.

If any previously unreported operations have been performed on this well location, it is imperative that you notify the Division immediately.

Sincerely,

Diana Mason

Environmental Scientist

cc: Well File

Bureau of Land Management, Vernal



- 43-047-55015 Three Rivers Fed 35-42T-720
- 43-047-55017 Three Rivers Fed 35-38T-720
- 43-047-55018 Three Rivers Fed 35-41-720
- 43-047-55020 Three Rivers Fed 35-31-720
- 43-047-55021 Three Rivers Fed 35-32T-720
- 43-047-55077 Three Rivers Fed 3-34T-820
- 43-047-55078 Three Rivers Fed 3-36T-820
- 43-047-55080 Three Rivers Fed 3-44T-820
- 43-047-55084 Three Rivers Fed 4-42T-820
- 43-047-55085 Three Rivers Fed 3-12T-820
- 43-047-55016 Three Rivers Fed 35-24-720
- 43-047-55014 Three Rivers Fed 35-28T-720
- 43-047-54788 Three Rivers 4-44-820
- 43-047-55082 Three Rivers Fed 10-21T-820
- 43-047-55083 Three Rivers Fed 10-22T-820
- 43-047-55019 Three Rivers Fed 35-34A-720